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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:	<b>Chapter 11</b>
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<b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b>	:	<b>Case No. 08 – 13555 (JMP)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
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**JOINDER OF BANK OF AMERICA, N.A. TO THE MOTION OF  
HARBINGER FUNDS FOR LEAVE TO CONDUCT RULE 2004 DISCOVERY  
OF DEBTOR LEHMAN BROTHERS HOLDINGS INC.**

Bank of America, N.A. and certain of its affiliates (“Bank of America” or “BANA”) hereby submits this joinder to the Motion of the Harbinger Funds (“Harbinger”) for Leave to Conduct Rule 2004 Discovery of Debtor Lehman Brothers Holdings Inc. (the “Harbinger Rule 2004 Motion”), dated September 26, 2008. In support thereof, Bank of America respectfully represents as follows:

1. Bank of America is a creditor of Lehman Brothers Holding, Inc. (“LBHI”) and its affiliated debtors in the above captioned cases (together, the “Debtors” and, collectively with their non-debtor affiliates, “Lehman” or the “Lehman Entities”). Bank of America, among other things, has (i) claims against LBHI that arise out of LBHI’s unconditional guaranty of

transactions under certain ISDA master agreements among Bank of America and certain Lehman Entities; and (ii) claims against Lehman Brothers Commodity Services, Inc. and Lehman Brothers Special Financing Inc. that arise out of the close-out of transactions under ISDA master agreements that Bank of America entered into with these entities. Bank of America has not finally determined the amount of such claims.

2. Commencing on September 15, 2008 and periodically thereafter (as applicable, the “Commencement Date”), LBHI and certain of its subsidiaries commenced with this Court voluntary cases under chapter 11 the Bankruptcy Code. The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On September 17, 2008, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed the statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code.

4. On September 19, 2008, a proceeding was commenced under the Securities Investor Protection Act of 1970 (“SIPA”) with respect to Lehman Brothers Inc. (“LBI”). A trustee appointed under SIPA is administering LBI’s estate.

5. On September 26, 2008, Harbinger filed the Harbinger Rule 2004 Motion. On October 10, 2008, Harbinger filed a supplement to the Harbinger Rule 2004 Motion (Docket No. 816).

6. As a creditor herein, Bank of America is interested in obtaining information and reviewing documents relating to the following subjects (the “Subjects”): (i) the

assets and liabilities of the Lehman Entities and (ii) the transfer of assets or funds (a) between and among the Lehman Entities, (b) to the Lehman Entities from other entities and (c) to other entities from the Lehman Entities.

7. In order to obtain information about the Subjects, and without waiving Bank of America's right to seek further or additional relief pursuant to Fed. R. Bankr. P. 2004 at a later date, Bank of America hereby joins in the Harbinger Rule 2004 Motion. More particularly, Bank of America seeks (i) the right to participate in the deposition of LBHI's Chief Financial Officer and/or any other person(s) most knowledgeable at LBHI, (ii) the right to participate in any other or further depositions to be conducted involving any one or more of the Subjects and (iii) production of any and all documents produced by any of the Lehman Entities to Harbinger or any other person, party or entity relating to or concerning the Subjects.

8. Bank of America respectfully submits that it is entitled to the relief requested herein pursuant to Fed. R. Bankr. P. 2004. Bank of America further respectfully submits that the implementation of a coordinated discovery mechanism in these cases, which permits creditors and other parties in interest to obtain information relating to the Debtors' assets and liabilities (and the other Subjects described above), will benefit all parties (including the Debtors' estates) because it will facilitate the dissemination of information in an efficient, cost-effective and orderly manner.

WHEREFORE, for the reasons set forth above and in the Harbinger Rule 2004 Motion, Bank of America respectfully requests that this Court enter an order (i) (a) granting Bank of America the right to participate in the deposition of LBHI's Chief Financial Officer and/or any other person(s) most knowledgeable at LBHI, (b) granting Bank of America the right to participate in any other or further depositions to be conducted involving any one or more of

the Subjects, (c) requiring that any and all documents produced by any of the Lehman Entities to Harbinger or any other person, party or entity relating to or concerning the Subjects shall be produced by the Lehman Entities to Bank of America, (ii) granting the Harbinger Rule 2004 Motion, and (iii) granting Bank of America such other and further relief as is just.

Dated: New York, New York  
October 15, 2008

SHEARMAN & STERLING LLP

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